

PAUL
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PAUL HASTINGS LLP
875 – 15th Street, NW, Washington, DC 20005
t: +1.202.551.1700 | f: +1.202.551.1705 | www.paulhastings.com

American Airlines, Inc., Debtor-In-Possession
Legal Department
Mail Drop 5675, P.O. Box 619616
DFW Airport, TX 75621-9616

April 30, 2013
Please refer to
Invoice Number: 1968938

Attn: Bruce Wark
Associate General Counsel

PH LLP Tax ID No. 95-2209675

SUMMARY SHEET

Strategic Analysis

ANTR20120002

All invoices to be submitted electronically

PH LLP Client/Matter # 79559-00002

Mary Jean Moltenbrey

Legal fees for professional services for the period ending March 31, 2013	\$346,124.40
Voluntary Fee Reduction	(3,010.50)
Current Fees Requested in Fee Application (after fee reduction)	343,113.90
Costs incurred and advanced	3,280.60
Current Fees and Costs	\$346,394.50
Total Balance Due	\$346,394.50

**We encourage our clients to pay via ACH, however, in the event that you pay by check,
please send payment to the remittance address below:**

Wiring and ACH Instructions:

Citibank
ABA # 322271724
SWIFT Address: CITIUS33
787 W. 5th Street
Los Angeles, CA 90071
Account Number: 203874532
Account Name: Paul Hastings LLP

Remittance Address:

Paul Hastings LLP
Lockbox 4803
PO Box 894803
Los Angeles, CA 90189-4803

Comment: Please refer to the client, matter and invoice number listed above.

Refer all questions to Billing at billing@paulhastings.com.

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REMITTANCE COPY

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FOR PROFESSIONAL SERVICES RENDERED
for the period ending March 31, 2013

Strategic Analysis

ANTR20120002

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Current Fees Requested in Fee Application (after fee reduction)	343,113.90

B195 Non-Working Travel

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/01/13	TSL2	Travel from Washington DC to Dallas (4.6 hours billed @ 1/2 rate)	4.60	270.00	1,242.00
03/05/13	REZ	Travel to Dallas for second request custodian interviews (4.9 hours billed @ 1/2 rate)	4.90	270.00	1,323.00
03/08/13	TSL2	Travel from Dallas to Washington DC (4.2 hours billed @ 1/2 rate)	4.20	270.00	1,134.00
03/14/13	TSL2	Travel from Washington DC to Dallas (4.2 hours billed @ 1/2 rate)	4.20	270.00	1,134.00
03/22/13	TSL2	Travel from Dallas to Washington DC (4.4 hours billed @ 1/2 rate)	4.40	270.00	1,188.00
Subtotal: B195 Non-Working Travel			22.30		6,021.00
Voluntary Fee Reduction					(3,010.50)
Total: B195 Non-Working Travel			22.30		3,010.50

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 2

B210 Business Operations

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/01/13	CS16	Review DOJ production AA-VOL-00001-0120 responsive to voluntary request for information	0.60	200.00	120.00
03/01/13	CS16	Prepare interoffice communication link for team documents and communication in connection with DOJ requests for information	0.60	200.00	120.00
03/01/13	MM37	Correspondence with T. Longman, J. Kaleigh and D. Davis regarding company organization charts for DOJ (0.2); correspondence with T. Longman regarding DOJ discovery and related search terms (0.1); telephone call with J. Kaleigh regarding DOJ second request process in connection with merger (0.3)	0.60	788.00	472.80
03/01/13	MSW3	Prepare email to T. York and T. Longman regarding document hold recommendations in connection with second request	1.10	620.00	682.00
03/01/13	MSW3	Review document second request	3.80	620.00	2,356.00
03/01/13	NP4	Review documents connection with potential merger and second request	3.40	410.00	1,394.00
03/01/13	NP4	Telephone conference with T. Longman regarding second request document collection and review	0.30	410.00	123.00
03/01/13	NP4	Prepare protocol for review of documents for second request compliance	0.60	410.00	246.00

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American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 3

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/01/13	REZ	Review search terms for review of documents for second request compliance (.2); review protocol for DOJ second request document review (.1); review correspondence from D. Davis regarding custodian interviews in connection with second request (.2)	0.50	540.00	270.00
03/01/13	SYH	Analyze production materials responsive to voluntary request for information for Jones Day	0.50	285.00	142.50
03/01/13	TSL2	Telephone conference with	0.40	540.00	216.00
03/01/13	TSL2	Telephone conference with	0.30	540.00	162.00
		in connection with second request diligence			
03/01/13	TSL2	Office conference with J. Ballew and J. Oeffner regarding document review for second request compliance	1.30	540.00	702.00
03/01/13	TSL2	Telephone conference with N. Pinegar regarding protocol for document review for second request compliance	0.30	540.00	162.00
03/01/13	TSL2	Review company organization chart for open issues before meeting with DOJ	0.90	540.00	486.00
03/01/13	TSL2	Telephone conference with J. Ballew and T. York regarding protocol for document review for second request	0.50	540.00	270.00
03/01/13	TSL2	Email correspondence with M. Moltenbrey, J. Kaleigh and D. Davis regarding organization charts	0.20	540.00	108.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 4

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/04/13	MM37	Review draft deck forward by B. Wark regarding integration planning in connection with merger (0.2); email correspondence with J. Kaleigh regarding same (0.2); review draft agenda for planning call with US Airways in connection with merger (0.1); email correspondence with B. McDonald regarding same (0.1); review draft Mexico filing in connection with merger (0.4); review DOJ second request letter in connection with merger (0.5); review US Air second request letter in connection with merger (0.4); telephone call with B. Wark regarding DOJ second request letter (0.3); email correspondence with team (R. Zuver, T. Longman) regarding same (0.1); review draft press statement regarding DOJ second request (0.1); telephone call with B. Wark regarding same (0.1); correspond with T. Longman regarding second request compliance (0.2)	2.70	788.00	2,127.60
03/04/13	MSW3	Review for second request compliance	3.00	620.00	1,860.00
03/04/13	NP4	Review documents in connection with DOJ second request	3.20	410.00	1,312.00
03/04/13	NP4	Review second request issued by DOJ	1.00	410.00	410.00
03/04/13	REZ	Review protocol for second request custodian interviews (.2); correspondence with T. Longman regarding same (.1)	0.30	540.00	162.00
03/04/13	REZ	Review second request issued by DOJ	0.70	540.00	378.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 5

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/04/13	TSL2	Office conference with J. Kaleigh regarding document review and document collection for second request compliance	2.30	540.00	1,242.00
03/04/13	TSL2	Review Department of Justice Second request	2.90	540.00	1,566.00
03/04/13	TSL2	Draft summary of DOJ second request	0.70	540.00	378.00
03/04/13	TSL2	Draft presentation regarding document collection and review for second request compliance	2.40	540.00	1,296.00
03/04/13	TSL2	Telephone conference with J. Kaleigh and T. York regarding the DOJ second request	2.10	540.00	1,134.00
03/05/13	MM37	Email correspondence with J. Kaleigh regarding guidelines for integration planning in connection with merger (0.1); review : in advance of merger (0.2); email correspondence with B. Wark and B. McDonald regarding same (0.1); telephone call with M. Billiel (DOJ) regarding second request modifications (0.2); email correspondence with B. McDonald regarding same (0.1); email correspondence with J. Kaleigh, B. McDonald, and M. Israel regarding information request for economists pursuant to DOJ second request (0.2); email correspondence with J. Kaleigh regarding custodians in connection with second request (0.1); telephone call with B. McDonald regarding second request compliance (0.5); correspond with T. Longman regarding strategy for second request compliance (0.3)	1.80	788.00	1,418.40

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 6

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/05/13	MM37	Conference call with B. Wark, B. McDonald and counsel for US Air regarding DOJ second request (0.8); telephone call with B. Wark regarding potential retention of consultant in connection with DOJ second request (0.1); telephone call with R. Young regarding document custodians and modifications to second request (0.2); email correspondence with A. Forman, B. McDonald, B. Wark regarding modifications to second request (0.4); correspondence with J. Kaleigh, C. Bamberger, and R. Zuver regarding (0.2); review draft letter to DOJ regarding modifications to second request (0.3); read email from C. Halladay regarding Canadian pre merger notification filing b (0.1)	2.10	788.00	1,654.80
03/05/13	MSW3	Review of documents related to low cost carriers for second request compliance	2.70	620.00	1,674.00
03/05/13	NP4	Review documents for DOJ second request	5.50	410.00	2,255.00
03/05/13	REZ	Participate in portion of presentation to contract attorneys on document review for second request compliance	1.10	540.00	594.00
03/05/13	REZ	Office conference with T. Longman, T. York, client, and consultants regarding custodian interviews and document collection for second request compliance	3.20	540.00	1,728.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 7

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/05/13	TSL2	Meeting with T. York, R. Zurver, and J. Kaleigh on industry background and document review issues for second request compliance	5.30	540.00	2,862.00
03/05/13	TSL2	Prepare presentation to reviewing attorneys on airline industry background and issues in the case in connection with second request	1.30	540.00	702.00
03/05/13	TSL2	Office conference with T. Sundquist, R. Zuver, and T. York and J. Kaleigh regarding the document collection protocol for second request compliance	3.20	540.00	1,728.00
03/05/13	TSL2	Draft initial proposal of custodians for US Airways outside counsel in connection with second request	1.70	540.00	918.00
03/06/13	MM37	Analyze DOJ second request (.3); conference call with B. McDonald and A. Forman regarding potential second request modifications (.7); telephone call with B. McDonald regarding second request responses (.3); conference call with B. Wark, J. Kaleigh, and others regarding second request responses (.9); telephone call with B. Wark regarding public statements regarding consolidation (.4); review recent public statements by US Air executives (.6); telephone call with A. Forman regarding premerger coordination issues (.1)	2.40	788.00	1,891.20

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Invoice No. 1968938

Page 8

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/06/13	MM37	Telephone call with B. Wark regarding DOT role in merger review (0.2); review draft declaration of B. Goulet in support of merger motion (0.3); email correspondence with B. Wark regarding draft declaration of B. Goulet and merger motion (0.1); telephone call with B. Wark regarding (0.3); email correspondence with B. Wark and B. McDonald regarding	1.10	788.00	866.80
		(0.2)			
03/06/13	REZ	Review second request and related documents to prepare for custodian interviews in connection with second request compliance	0.60	540.00	324.00
03/06/13	REZ	Custodian interview with in connection with second request compliance	1.00	540.00	540.00
03/06/13	REZ	Custodian interview with S. Long in connection with second request compliance	1.60	540.00	864.00
03/06/13	REZ	Office conference with T. Longman, T. York, and client regarding custodian interviews in connection with second request	0.90	540.00	486.00
03/06/13	REZ	Office conference with M. Postalwait regarding databases for second request production to DOJ	1.00	540.00	540.00
03/06/13	REZ	Telephone conference with J. Kaleigh and consultants regarding QSI analysis of merger	0.40	540.00	216.00
03/06/13	TSL2	Telephone conference with A. Forman, M. Moltenbrey regarding negotiations on custodians, second request modifications, and search terms for second request compliance	0.70	540.00	378.00

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79559-00002
Invoice No. 1968938

Page 9

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03/06/13	TSL2	Telephone conference with B. Wark, M. Moltenbrey, J. Kaleigh regarding strategy for compliance with the second request	0.90	540.00	486.00
03/06/13	TSL2	Interview regarding the collection of documents for compliance with the second request	0.90	540.00	486.00
03/06/13	TSL2	Interview regarding American data sources for compliance with the second request	1.00	540.00	540.00
03/06/13	TSL2	Interview regarding document collection for compliance with the second request	0.80	540.00	432.00
03/06/13	TSL2	Interview regarding the collection of documents for compliance with the second request	1.30	540.00	702.00
03/06/13	TSL2	Interview regarding collection of documents for compliance with the second request	0.90	540.00	486.00
03/06/13	TSL2	Revise initial American custodian list in connection with second request (.5); prepare correspondence regarding same to A. Forman, US Airways outside counsel (.2)	0.70	540.00	378.00
03/06/13	TSL2	Review interrogatory specifications of second request	1.30	540.00	702.00
03/07/13	MM37	Review (.4); email correspondence with B. Wark and B. McDonald regarding same (.1); correspondence with M. Israel and C. Bamberger regarding QSI analysis of merger (.2); correspondence with A. Forman and B. McDonald regarding potential second request modifications (.2)	0.90	788.00	709.20
03/07/13	NP4	Review documents for DOJ second request	8.50	410.00	3,485.00

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Invoice No. 1968938

Page 10

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03/07/13	REZ	Prepare for custodian interviews in connection with DOJ second request	0.40	540.00	216.00
03/07/13	REZ	Custodian interview with in connection with DOJ second request	0.60	540.00	324.00
03/07/13	REZ	Custodian interview with in connection with DOJ second request	1.20	540.00	648.00
03/07/13	REZ	Office conference with T. Longman, T. York and J. Kaleigh regarding custodian interviews in connection with DOJ second request	1.30	540.00	702.00
03/07/13	TSL2	Interview for collection of documents in response to second request	1.10	540.00	594.00
03/07/13	TSL2	Interview for collection of documents in response to DOJ second request	0.80	540.00	432.00
03/07/13	TSL2	Interview for collection of documents in response to DOJ second request	0.90	540.00	486.00
03/07/13	TSL2	Interview for collection of document in response to DOJ second request	0.90	540.00	486.00
03/07/13	TSL2	Revise list of custodians for compliance with DOJ second request	1.20	540.00	648.00
03/07/13	TSL2	Review document preservation notice materials for compliance with DOJ second request	1.60	540.00	864.00
03/07/13	TSL2	Office conference with T. York, J. Kaleigh regarding document collection for DOJ second request	1.30	540.00	702.00
03/07/13	TSL2	Interview for collection of documents for response to the DOJ second request	0.90	540.00	486.00

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79559-00002
Invoice No. 1968938

Page 11

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03/07/13	TSL2	Correspond with D. Davis regarding issues related to document collection in connection with DOJ second request	0.70	540.00	378.00
03/08/13	CS16	Update document reviewers regarding response to second request	0.10	200.00	20.00
03/08/13	MM37	Conference call with B. McDonald and counsel for US Air regarding second request modifications and DOJ meetings (0.8); email correspondence with B. Wark regarding integration planning in connection with merger (0.2); review draft waiver letters for EC and CCB (0.2); email correspondence with M. Levy and B. McDonald regarding state AG waivers and investigations (0.2).	1.40	788.00	1,103.20
03/08/13	MSW3	Review for second request compliance	3.20	620.00	1,984.00
03/08/13	NP4	For second request, review	2.80	410.00	1,148.00
03/08/13	NP4	Correspond with S. Zhu regarding background materials and second request document review for DOJ investigation of merger	0.90	410.00	369.00
03/08/13	REZ	Correspond with M. Moltenbrey and U.S. Air counsel regarding modifications to second request	0.40	540.00	216.00
03/08/13	SQZ	Review background materials (including merger summary) for document review for second request diligence (.3); consider Department of Justice concerns regarding prior merger (.4)	0.70	347.00	242.90

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Invoice No. 1968938

Page 12

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03/08/13	TSL2	Office conference with S. Rubin regarding document collection for second request compliance	1.10	540.00	594.00
03/08/13	TSL2	Interview with D. Casey regarding document collection for second request	0.80	540.00	432.00
03/08/13	TSL2	Correspond with J. Kaleigh and T. York regarding the document collection for second request	1.50	540.00	810.00
03/08/13	TSL2	Telephone conference with J. Ballew and T. York regarding document review for second request compliance	0.60	540.00	324.00
03/08/13	TSL2	Review	2.40	540.00	1,296.00
03/08/13	TSL2	Telephone conference with A. Foreman and others regarding status of US Air custodian and search term negotiations with the DOJ in connection with merger	0.40	540.00	216.00
03/08/13	TSL2	Review document hold notice sent to employees for second request	0.90	540.00	486.00
03/08/13	TSL2	Review DOJ second request interrogatory specifications	1.90	540.00	1,026.00
03/09/13	MM37	Review recent cases regarding premerger coordination for strategy purposes (0.4); email correspondence with B. Wark regarding antitrust analysis of premerger coordination and strategy (0.3)	0.70	788.00	551.60
03/09/13	MSW3	Legal research regarding (4); prepare summary of research regarding: (6)	1.00	620.00	620.00

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Invoice No. 1968938

Page 13

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/09/13	TSL2	Research	0.80	540.00	432.00
03/09/13	TSL2	Email correspondence with M. Moltenbrey regarding	0.40	540.00	216.00
03/10/13	MM37	Review outline for team call sent by B. McDonald regarding DOJ second request (0.1); review draft chart for CID negotiations with DOJ (0.5)	0.60	788.00	472.80
03/10/13	NP4	Review documents regarding merger and competition in connection with DOJ second request	1.50	410.00	615.00
03/10/13	SQZ	Review Department of Justice concerns regarding merger (.8); review second request document review memorandum (.4)	1.20	347.00	416.40
03/11/13	CS16	Review AMR Organization Chart AA-VOL 00001- 60 in connection with merger and second request	0.30	200.00	60.00

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American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 14

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03/11/13	MM37	Telephone call with B. Wark, J. Kaleigh, B. McDonald regarding status of second request compliance (0.3); telephone call with T. Longman regarding meeting with DOJ (0.1); telephone call with B. Wark regarding integration planning in connection with transaction with US Airways (0.2); review organization charts and custodians with T. Longman for second request (0.4); telephone call with B. McDonald regarding preparation for DOJ meeting (0.1); attend DOJ meeting with B. McDonald and T. Longman regarding second request letter modifications (1.8); telephone call with B. Wark regarding same (0.2); correspond with R. Zuver regarding data specifications in DOJ second request (0.2); correspond with T. Longman regarding second request compliance (0.3); email correspondence with A. Forman regarding DOJ meeting (0.1); review draft Judiciary Committee Statement on merger with US Airways (0.4)	3.80	788.00	2,994.40
03/11/13	MSW3	Review for second request compliance	4.80	620.00	2,976.00
03/11/13	NP4	Review (3.3); review documents in connection with DOJ second request (2.4)	5.70	410.00	2,337.00
03/11/13	NP4	Correspond with S. Zhu regarding protocol for document review related to DOJ second request	0.20	410.00	82.00

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Page 15

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/11/13	REZ	Review QSI materials regarding merger with US Airways in preparation for telephone conference with C. Bamberger and E. Orlov	0.80	540.00	432.00
03/11/13	REZ	Telephone conference with C. Bamberger and E. Orlov regarding QSI model specification regarding merger transaction	0.60	540.00	324.00
03/11/13	REZ	Analyze American data sources for potential responsiveness to second request	2.20	540.00	1,188.00
03/11/13	SQZ	Review documents in connection with DOJ second request	2.40	347.00	832.80
03/11/13	SQZ	Review merger summary and second request guidelines	1.60	347.00	555.20
03/11/13	TSL2	Prepare for meeting with Department of Justice regarding custodians for second request	4.60	540.00	2,484.00
03/11/13	TSL2	Draft offer of custodians to the Department of Justice for compliance with the second request	1.20	540.00	648.00
03/11/13	TSL2	Correspond with M. Moltenbrey regarding custodian negotiations with the Department of Justice for second request compliance	0.90	540.00	486.00
03/11/13	TSL2	Attend meeting with the Department of Justice regarding custodians, search terms, and second request modifications	1.80	540.00	972.00
03/11/13	TSL2	Draft email to A. Forman, US Airways outside counsel, regarding expected custodian proposal in connection with second request	0.30	540.00	162.00

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American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 16

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/11/13	TSL2	Telephone conference with J. Kaleigh providing update on conversations with the Department of Justice regarding proposed merger	0.60	540.00	324.00
03/12/13	MM37	Email correspondence with A. Forman regarding modifications to second request (0.1); telephone call with A. Forman regarding same (0.3); telephone call with J. Kaleigh regarding meeting with DOJ regarding second request (0.3); read BTC email to industry participants seeking comment on merger (0.1); review 4(c) document referenced by DOJ in connection with merger (0.3); email correspondence with B. Wark regarding same (0.1); conference call with B. Wark, B. McDonald and counsel for US Air regarding second request compliance and DOJ review of proposed merger (0.8); confer with T. Longman and R. Zuver regarding DOJ second request interrogatories and data requests (0.5)	2.50	788.00	1,970.00
03/12/13	MSW3	For second request, review	5.30	620.00	3,286.00
03/12/13	MSW3	Telephone conference with T. Longman, N. Pinegar and S. Zhu regarding review of significant documents for second request compliance	0.60	620.00	372.00
03/12/13	NP4	Review documents (4.3); review additional documents in connection with DOJ second request (3.8)	8.10	410.00	3,321.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 17

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/12/13	NP4	Telephone conference with T. Longman, M. Wise, and S. Zhu regarding review of documents for compliance with DOJ second request	0.60	410.00	246.00
03/12/13	REZ	Telephone conference with A. Forman, US Air counsel, B. Wark, B. McDonald regarding second request compliance matters	0.70	540.00	378.00
03/12/13	REZ	Office conference with M. Moltenbrey and T. Longman regarding second request compliance	0.50	540.00	270.00
03/12/13	REZ	Analyze data sources for potential responsiveness to data specification in DOJ second request	1.70	540.00	918.00
03/12/13	REZ	Review data specification in second request to prepare for conference with M. Moltenbrey regarding second request compliance issues	0.30	540.00	162.00
03/12/13	SQZ	Review documents in connection with DOJ second request	8.30	347.00	2,880.10
03/12/13	SQZ	Attend call with T. Longman regarding Second Request document review	0.60	347.00	208.20
03/12/13	TSL2	Draft response to Department of Justice follow-up questions to custodian meeting in connection with second request	3.60	540.00	1,944.00
03/12/13	TSL2	Office conference with M. Moltenbrey and R. Zuver regarding interrogatory specifications to the second request	0.50	540.00	270.00
03/12/13	TSL2	Analyze document identified by the government related to advantage pricing	1.70	540.00	918.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 18

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/12/13	TSL2	Telephone conference with J. Kaleigh regarding Department of Justice follow-up questions regarding custodians in connection with review of potential merger	0.70	540.00	378.00
03/12/13	TSL2	Review list of custodians and areas covered in connection with DOJ second request	1.80	540.00	972.00
03/12/13	TSL2	Review in preparation for meeting with the Department of Justice	0.70	540.00	378.00
03/12/13	TSL2	Office conference with S. Zhu, M. Wise, and N. Pinegar regarding document review in response to DOJ second request	0.60	540.00	324.00
03/13/13	MM37	Conference call with government affairs team (DOJ) regarding document custodians and related issues for second request (0.3); email correspondence with R. Zuver and economic consultants regarding questions about data (0.2); email correspondence with J. Kaleigh and T. Longman regarding DOJ questions concerning document custodians (0.3); email correspondence with R. Zuver and economic consultants regarding QSI merger analysis (0.2); correspondence with B. McDonald, A. Forman, T. York and T. Longman regarding second request compliance (0.2)	1.20	788.00	945.60
03/13/13	MSW3	Telephone conference with T. York, S. Zhu and S. Wheeler regarding document review and production for second request compliance	0.80	620.00	496.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 19

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/13/13	MSW3	Telephone conference with T. York, D. Cooper regarding document review for second request compliance	0.50	620.00	310.00
03/13/13	MSW3	Review issues regarding document review in response to second request	0.70	620.00	434.00
03/13/13	NP4	Prepare correspondence to T. Longman regarding documents potentially responsive to second request case assessment	0.20	410.00	82.00
03/13/13	NP4	Telephone conference with M. Wise, S. Zhu, Jones Day attorneys for American Airlines, J. Oeffner, J. Ballew, and Driven regarding production of documents to the DOJ and related second request issues	0.80	410.00	328.00
03/13/13	NP4	Prepare correspondence to S. Zhu regarding review of documents in connection with DOJ second request	0.20	410.00	82.00
03/13/13	NP4	Telephone conference with M. Wise, T. York, T. Duhig, L. Forbes, and D. Cooper regarding strategy for document review, data collection, and production for second request compliance	0.50	410.00	205.00
03/13/13	NP4	Review in connection with DOJ second request	2.40	410.00	984.00
03/13/13	REZ	Correspondence with economic consultants and client regarding QSI merger analysis	0.40	540.00	216.00
03/13/13	REZ	Research potential custodians for data source interviews in connection with DOJ second request	0.80	540.00	432.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 20

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/13/13	REZ	E-mail correspondence with J. Kaleigh and potential data custodians regarding data source specification in second request	0.50	540.00	270.00
03/13/13	REZ	Analyze potential data sources for inclusion in response to DOJ second request data source specification	2.60	540.00	1,404.00
03/13/13	REZ	Telephone conference with J. Kaleigh regarding data source specification in second request	0.30	540.00	162.00
03/13/13	REZ	Correspond with T. Longman regarding second request status and strategy	0.40	540.00	216.00
03/13/13	SQZ	Analyze documents in connection with second request diligence	3.10	347.00	1,075.70
03/13/13	SQZ	Conference call with co-counsel, Driven, M. Wise regarding e-discovery issues in connection with DOJ second request	0.80	347.00	277.60
03/13/13	TSL2	Revise response to follow-up questions of DOJ to the custodian meetings based on client feedback	0.70	540.00	378.00
03/13/13	TSL2	Telephone conference with the Department of Justice regarding follow-up questions to the custodian meeting in connection with second request	0.30	540.00	162.00
03/13/13	TSL2	Draft current list of custodians and document/data collections for each	1.80	540.00	972.00
03/13/13	TSL2	Review materials related to	2.80	540.00	1,512.00
03/13/13	TSL2	Analyze select documents for competitive concerns in connection with DOJ second request	3.40	540.00	1,836.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 21

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/13/13	TSL2	Draft summary of call with DOJ regarding document custodians in connection with DOJ review of potential merger	0.40	540.00	216.00
03/14/13	MSW3	Analyze for DOJ second request	3.20	620.00	1,984.00
03/14/13	NP4	Analyze documents for DOJ second request	1.50	410.00	615.00
03/14/13	NP4	Correspond with T. Longman regarding document review protocol related to	0.40	410.00	164.00
03/14/13	REZ	Telephone conference with C. Bamberger (CompassLexecon) and J. Kaleigh regarding QSI models for benefits white paper in connection with merger	0.60	540.00	324.00
03/14/13	REZ	Draft questionnaire for telephone conference with American's data source users and administrators pursuant to DOJ second request data specification	0.70	540.00	378.00
03/14/13	REZ	Draft chart summarizing potentially responsive data sources for second request data specification	1.40	540.00	756.00
03/14/13	REZ	Correspondence with J. Kaleigh and potential data custodians regarding data sources and potential custodian interviews in connection with second request data specification	0.60	540.00	324.00
03/14/13	REZ	Telephone conference with J. Kaleigh regarding data source interviews for DOJ second request data specification	0.10	540.00	54.00
03/14/13	REZ	Prepare for QSI conference call regarding merger analysis	0.50	540.00	270.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 22

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/14/13	SQZ	Analyze documents in connection with DOJ second request	7.90	347.00	2,741.30
03/14/13	TSL2	Office conference with D. Cooper regarding document review in response to second request	0.80	540.00	432.00
03/14/13	TSL2	Meet with contract attorneys in Dallas on background of case in connection with document and data collection and review for second request compliance	2.60	540.00	1,404.00
03/14/13	TSL2	Office conference with T. York regarding document review in response to DOJ second request	2.10	540.00	1,134.00
03/14/13	TSL2	Review interrogatory specification of the second request	1.10	540.00	594.00
03/14/13	TSL2	Telephone conference with J. Kaleigh regarding project status for compliance with the Second Request	0.30	540.00	162.00
03/15/13	MM37	Email correspondence with J. Kaleigh regarding (0.1); email correspondence with T. Longman regarding document productions in response to second request (0.1); telephone call with M. Billiel regarding bankruptcy court schedule in connection with merger (0.2); telephone call with A. Perez regarding DOJ inquiry regarding bankruptcy court schedule (0.1)	0.40	788.00	315.20
03/15/13	NP4	Review in connection with second request	4.00	410.00	1,640.00
03/15/13	REZ	Prepare for conference telephone	0.40	540.00	216.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 23

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/15/13	REZ	Telephone conference with	0.50	540.00	270.00
03/15/13	REZ	Prepare for	0.50	540.00	270.00
		for second request			
03/15/13	REZ	Telephone conference with	1.60	540.00	864.00
		for second request			
03/15/13	REZ	Revise data source chart in connection with DOJ second request data specification	0.60	540.00	324.00
03/15/13	REZ	Analyze select data for responsiveness to DOJ data source specification	2.30	540.00	1,242.00
03/15/13	REZ	Correspondence with	0.20	540.00	108.00
		in connection with DOJ second request data specification			
03/15/13	REZ	Review second request custodian interview documents for information relevant to data source specification	1.20	540.00	648.00
03/15/13	REZ	Analyze select reports and data for responsiveness to DOJ data source specification	0.70	540.00	378.00
03/15/13	REZ	Correspondence with J. Kaleigh regarding data sources for compliance with DOJ second request	0.10	540.00	54.00
03/15/13	SQZ	Analyze documents for DOJ second request	7.30	347.00	2,533.10
03/15/13	TSL2	Telephone conference with D. Howley and T. York regarding status of US Airways second request compliance efforts	0.70	540.00	378.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 24

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/15/13	TSL2	Telephone conference with R. Young regarding follow-up questions for document custodians in connection with DOJ second request	0.30	540.00	162.00
03/15/13	TSL2	Review custodian interview documents regarding predecessors for DOJ second request	0.80	540.00	432.00
03/15/13	TSL2	Email correspondence with D. Davis regarding custodian interviews for DOJ second request	0.50	540.00	270.00
03/15/13	TSL2	Telephone conference with J. Kaleigh regarding follow-up questions from the DOJ regarding second request and potential merger	0.60	540.00	324.00
03/17/13	MM37	Review selected hot documents from preliminary review in response to DOJ second request (0.5); email correspondence with T. Longman and N. Pinegar regarding same (0.1); email correspondence with B. McDonald and P. Denis regarding (0.2)	0.80	788.00	630.40
03/17/13	NP4	Correspond with M. Moltenbrey and T. Longman regarding documents relating to	0.30	410.00	123.00
03/17/13	NP4	Review documents related to	2.00	410.00	820.00
03/17/13	TSL2	Email correspondence with M. Moltenbrey and N. Pinegar regarding hot documents potentially responsive to DOJ second request	0.30	540.00	162.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 25

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/18/13	MM37	Review AAI white paper on merger in advance of Judiciary Committee hearing (0.7); attend conference call with J. Kaleigh, B. McDonald, T. Longman and T. York regarding second request compliance (0.6); meeting with T. Horton, B. Wark and N. Kaehler to prepare for Judiciary Committee hearing (2.0); attend meeting with B. Wark, W. Ris, N. Kaehler and counsel for US Air to prepare for Judiciary Committee hearing (2.4); : (0.2); comment on draft letter from T. Longman to R. Young regarding second request modifications (0.2)	6.10	788.00	4,806.80
03/18/13	MSW3	Analyze responsive to DOJ second request	4.80	620.00	2,976.00
03/18/13	MSW3	Correspond with N. Pinegar regarding review of select documents potentially responsive to DOJ second request	0.20	620.00	124.00
03/18/13	NP4	Correspond with S. Zhu regarding emails potentially responsive to DOJ second request	0.30	410.00	123.00
03/18/13	NP4	Review documents regarding (4.1); analyze further documents regarding in connection with DOJ second request (2.3)	6.40	410.00	2,624.00
03/18/13	REZ	E-mail to J. Kaleigh regarding data collection for second request	0.10	540.00	54.00
03/18/13	REZ	Analyze data samples, field descriptions, and select reports for responsiveness to second request	4.30	540.00	2,322.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 26

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/18/13	REZ	Analyze data sources potentially responsive to second request (1.4); update chart of data sources potentially responsive to second request data specification (.9)	2.30	540.00	1,242.00
03/18/13	REZ	Review documents for information responsive to QSI specification	0.70	540.00	378.00
03/18/13	SQZ	Review select documents potentially responsive to second request	1.40	347.00	485.80
03/18/13	SQZ	Review documents in connection with DOJ second request	2.20	347.00	763.40
03/18/13	TSL2	Office conference with G. Schwendinger regarding document collection for compliance with the Second Request	1.30	540.00	702.00
03/18/13	TSL2	Conference call with J. Kaleigh, M. Moltenbrey and B. Wark regarding second request compliance	0.60	540.00	324.00
03/18/13	TSL2	Office conference with M. Vannette regarding custodial document collection for second request	0.80	540.00	432.00
03/18/13	TSL2	Review documents in connection with DOJ second request	2.80	540.00	1,512.00
03/18/13	TSL2	Prepare letter to R. Young regarding domestic pricing operations, company organization chart, and pricing reports	3.20	540.00	1,728.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 27

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/19/13	MM37	Watch Senate Judiciary Committee hearing on merger (2.3); conference call with counsel for US Air and creditors committee regarding second request compliance and DOJ presentations (0.7); confer with R. Zuver regarding responses to DOJ data requests (0.4); telephone call with A. Forman regarding second request modification negotiations with DOJ (0.4)	3.80	788.00	2,994.40
03/19/13	MSW3	Correspond with N. Pinegar regarding hot documents potentially responsive to DOJ second request	0.20	620.00	124.00
03/19/13	NP4	Review documents potentially responsive to second request regarding	1.80	410.00	738.00
03/19/13	REZ	Revise questionnaire for data source interviews in connection with DOJ second request	0.30	540.00	162.00
03/19/13	REZ	Prepare for telephone conference with in connection with DOJ second request	0.60	540.00	324.00
03/19/13	REZ	Telephone conference with S. for second request compliance	0.70	540.00	378.00
03/19/13	REZ	Review data specification issues to prepare for telephone conference with T. Longman and J. Kaleigh regarding second request data	0.20	540.00	108.00
03/19/13	REZ	Telephone conference with T. Longman and J. Kaleigh regarding second request data	0.40	540.00	216.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 28

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/19/13	REZ	Office conference with M. Moltenbrey regarding DOJ second request data specification	0.40	540.00	216.00
03/19/13	REZ	Review for relevance to second request specifications	0.40	540.00	216.00
03/19/13	REZ	Analyze select data and reports for responsiveness to DOJ second request data specification	3.70	540.00	1,998.00
03/19/13	REZ	Revise data source chart in connection with DOJ second request	0.80	540.00	432.00
03/19/13	SQZ	Review documents potentially responsive to DOJ second request	2.70	347.00	936.90
03/19/13	TSL2	Office conference with N. Foster regarding slots interrogatory specification in second request	0.80	540.00	432.00
03/19/13	TSL2	Office conference with regarding custodial collection of documents in response to second request	1.00	540.00	540.00
03/19/13	TSL2	Office conference with regarding potential response to interrogatory specification regarding gates at hub airports	0.70	540.00	378.00
03/19/13	TSL2	Telephone conference with R. Zuver and J. Kaleigh regarding data collections in response to DOJ second request	0.40	540.00	216.00
03/19/13	TSL2	Revise custodian list for documents and data collections in response to DOJ second request	1.40	540.00	756.00
03/19/13	TSL2	Review second request in preparation for meeting with	1.00	540.00	540.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 29

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/19/13	TSL2	Analyze documents marked as being significant for competition concerns for second request diligence	3.10	540.00	1,674.00
03/19/13	TSL2	Review second request in preparation for meeting with N. Foster regarding response to government specification regarding slots	0.80	540.00	432.00
03/20/13	MM37	Conference call with counsel for US Air regarding legislative inquiries regarding merger (0.4); (0.1); telephone call with J. Kaleigh regarding (0.3); telephone call with B. Wark regarding congressional hearings and integration planning in connection with merger (0.2); telephone call with T. Longman regarding initial document production and client interviews for second request (0.5); email correspondence with B. McDonald, R. Rule and P. Denis regarding (0.2); (0.3); telephone call with R. Rule regarding same (0.1); email correspondence with B. Wark, B. McDonald and R. Rule regarding same (0.1)	2.20	788.00	1,733.60

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 30

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/20/13	MM37	Email correspondence with B. Wark regarding (0.3); review DOJ request for additional search terms in second request (0.2); email correspondence with B. Wark and B. McDonald regarding same (0.1); read press releases from senators regarding hearing on potential merger with US Air (0.2); read email from T. Longman and T. York regarding status of second request response (0.2); telephone call with A. Forman regarding (0.1); review selected documents from second request production (0.5); telephone call with B. Wark regarding in connection with merger (0.2); review DOT request for information related to merger (0.3); email correspondence with B. Wark and H. Kass regarding same (0.1); email correspondence with J. Kaleigh regarding status of DOJ merger review, merger requests, and diligence (0.3)	2.40	788.00	1,891.20
03/20/13	MSW3	Review of responsive to DOJ second request	1.80	620.00	1,116.00
03/20/13	MSW3	Review documents for	2.20	620.00	1,364.00
03/20/13	NP4	Review documents for response to second request	1.00	410.00	410.00
03/20/13	REZ	Prepare for telephone conference with for second request data specification	0.40	540.00	216.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 31

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/20/13	REZ	Telephone conference with for second request data specification	0.60	540.00	324.00
03/20/13	REZ	Prepare for telephone conference with for second request data specification	0.30	540.00	162.00
03/20/13	REZ	Telephone conference with for second request data specification	0.80	540.00	432.00
03/20/13	REZ	Prepare for telephone conference with for second request data specification	0.20	540.00	108.00
03/20/13	REZ	Telephone conference with for second request data specification	0.40	540.00	216.00
03/20/13	REZ	Prepare for telephone conference with for second request data specification	0.40	540.00	216.00
03/20/13	REZ	Telephone conference with for second request data specification	0.50	540.00	270.00
03/20/13	REZ	Analyze select data and reports for relevance to DOJ second request data specification	4.30	540.00	2,322.00
03/20/13	TSL2	Interview with [REDACTED] regarding document collection for DOJ second request compliance	0.90	540.00	486.00
03/20/13	TSL2	Interview with [REDACTED] regarding document collection for DOJ second request	0.80	540.00	432.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 32

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/20/13	TSL2	Interview with regarding document collection for DOJ second request	0.60	540.00	324.00
03/20/13	TSL2	Draft update of HSR progress and issues in connection with proposed merger for J. Kaleigh	0.50	540.00	270.00
03/20/13	TSL2	Telephone conference with J. Kaleigh regarding status of the data collection for second request	0.70	540.00	378.00
03/20/13	TSL2	Analyze potentially significant documents for antitrust issues in connection with proposed merger	3.20	540.00	1,728.00
03/20/13	TSL2	Review DOT document request in connection with proposed merger	0.80	540.00	432.00
03/20/13	TSL2	Review DOJ's addition of search terms to American's initial proposal for second request	0.80	540.00	432.00
03/21/13	CS16	Review presentations related to DOJ requests for information for M. Moltenbrey	1.40	200.00	280.00
03/21/13	CS16	Review data sample for relevance to DOJ second request	0.50	200.00	100.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 33

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/21/13	MM37	Email correspondence with N. Pinegar regarding hot document review in connection with DOJ second request (0.1); telephone call with N. Pinegar regarding hot documents potentially responsive DOJ second request (0.2); review (0.2); review selected hot documents from DOJ production for second request (1.9); email correspondence with T. Longman and R. Zuver regarding select documents from DOJ production (0.2); read (0.1); review B. Wark comments on (0.2); telephone call with R. Zuver regarding compliance with DOJ data requests (0.1); email correspondence with B. Wark and B. McDonald regarding (0.2)	3.20	788.00	2,521.60
03/21/13	MM37	Email correspondence with B. Wark regarding list of cities of interest to DOT in connection with potential US Airways merger (0.2)	0.20	788.00	157.60
03/21/13	MSW3	Review documents relating to in connection with DOJ second request	5.70	620.00	3,534.00
03/21/13	MWH6	Review case background and related documents potentially responsive to second request	2.90	385.00	1,116.50
03/21/13	MWH6	Conference with S. Zhu regarding Driven platform and document review protocol in connection with DOJ second request	0.90	385.00	346.50

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 34

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/21/13	MWH6	Conference with N. Pinegar regarding airline industry background of case and document review protocol for second request compliance	1.10	385.00	423.50
03/21/13	NP4	Prepare correspondence to M. Moltenbrey regarding review of documents for DOJ second request	0.20	410.00	82.00
03/21/13	NP4	Correspond with C. Stuart regarding review of documents	0.20	410.00	82.00
03/21/13	NP4	Telephone conference with M. Moltenbrey regarding review of documents	0.20	410.00	82.00
03/21/13	NP4	Correspond with M. Hamner regarding review of documents potentially responsive to DOJ second request	0.30	410.00	123.00
03/21/13	NP4	Office conference with M. Hamner regarding merger background and issues involved in DOJ antitrust review of merger preparatory to review of documents for second request	1.10	410.00	451.00
03/21/13	NP4	Correspond with S. Zhu and M. Hamner regarding documents in connection with DOJ second request	0.30	410.00	123.00
03/21/13	NP4	Correspond with M. Hamner regarding background materials related to preparatory to review of documents for DOJ second request	0.30	410.00	123.00
03/21/13	NP4	Review for second request compliance	3.30	410.00	1,353.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 35

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/21/13	REZ	Prepare for telephone conference with C. Bamberger and L. Newman by reviewing matters regarding Quality of Service Index	0.30	540.00	162.00
03/21/13	REZ	Telephone conference with C. Bamberger and L. Newman regarding Quality of Service Index	0.20	540.00	108.00
03/21/13	REZ	Prepare for telephone conference with K. Simpson by reviewing documents regarding Vision database (.2); telephone conference with K. Simpson regarding Vision database for second request data specification (.2)	0.40	540.00	216.00
03/21/13	REZ	Prepare for second request compliance telephone conference with J. Kaleigh, T. Longman, and T. York by reviewing data specification matters	0.20	540.00	108.00
03/21/13	REZ	Participate in portion of telephone conference with J. Kaleigh, T. Longman, and T. York regarding second request compliance status	0.20	540.00	108.00
03/21/13	REZ	Analyze data samples and sample reports for potential submission to the Department of Justice in response to second request	2.90	540.00	1,566.00
03/21/13	REZ	Analyze data-related documents potentially responsive to DOJ second request	1.40	540.00	756.00
03/21/13	REZ	Correspond with C. Stuart regarding data specification for DOJ second request compliance	0.10	540.00	54.00
03/21/13	SQZ	Review documents in connection with DOJ second request	1.90	347.00	659.30

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 36

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/21/13	SQZ	Conference with M. Hamner regarding in connection with DOJ second request	0.90	347.00	312.30
03/21/13	SQZ	Review documents in connection with DOJ second request	1.40	347.00	485.80
03/21/13	TSL2	Interview regarding document collection for Second Request compliance	1.10	540.00	594.00
03/21/13	TSL2	Interview regarding document collection for compliance with the second request	0.80	540.00	432.00
03/21/13	TSL2	Interview regarding document collection for compliance with the second request	0.70	540.00	378.00
03/21/13	TSL2	Interview regarding document collection for compliance with the second request	0.90	540.00	486.00
03/21/13	TSL2	Conference call with J. Kaleigh, T. York regarding status of complying with the second request	1.10	540.00	594.00
03/21/13	TSL2	Correspond with M. Moltenbrey regarding American Airlines pricing policy for non-stop routes	0.40	540.00	216.00
03/21/13	TSL2	Analyze	1.70	540.00	918.00
03/21/13	TSL2	Interview with of American's domestic pricing operations for second request compliance	0.60	540.00	324.00
03/21/13	TSL2	Review	1.80	540.00	972.00
03/22/13	CS16	Review select data and documents for relevance to DOJ second request	1.10	200.00	220.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 37

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/22/13	MM37	Email correspondence with (0.2); email correspondence with B. Wark and B. McDonald regarding integration planning in connection with merger (0.2); email correspondence with T. York regarding modifications to search terms for DOJ second request (0.1); review information from (0.2); telephone call with R. Young regarding modifications to DOJ second request (0.1); email correspondence with B. Wark and H. Kass regarding lobbying by third parties in connection with merger (0.2); telephone call with T. Skipworth regarding (0.2); telephone call with P. Denis regarding (0.5); correspond with R. Zuver regarding (0.2); telephone call with J. Kaleigh regarding hot documents potentially responsive to second request (0.4)	2.30	788.00	1,812.40
03/22/13	MM37	Email correspondence with R. Zuver regarding DOJ questions with respect to data samples in connection with second request (0.2); review sample data production for DOJ in connection with second request (0.3)	0.50	788.00	394.00
03/22/13	MSW3	Review documents relating to in connection with DOJ second request	4.90	620.00	3,038.00
03/22/13	MWH6	Correspond with S. Zhu regarding documents potentially responsive to DOJ second request	0.30	385.00	115.50

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 38

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/22/13	MWH6	Review second request issued by DOJ (.4); review background documents related to second request review of requested information (.6)	1.00	385.00	385.00
03/22/13	MWH6	Review responsive to DOJ second request (3.1); further analyze responsive to second request (3.1)	6.20	385.00	2,387.00
03/22/13	NP4	Review in connection with DOJ second request	4.00	410.00	1,640.00
03/22/13	SQZ	Analyze documents in connection with DOJ second request	7.00	347.00	2,429.00
03/22/13	TSL2	Review documents marked potentially significant for antitrust issues for second request compliance	3.20	540.00	1,728.00
03/22/13	TSL2	Analyze documents regarding for potential antitrust issues	2.70	540.00	1,458.00
03/22/13	TSL2	Email correspondence with T. York regarding DOJ production for second request compliance	0.20	540.00	108.00
03/22/13	TSL2	Prepare response to specification 17 of the DOJ second request	1.60	540.00	864.00
03/24/13	MM37	Review US Airways comments on (0.4); email correspondence with B. McDonald regarding US Airways comments on (0.1)	0.50	788.00	394.00
03/24/13	NP4	Review in connection with DOJ second request	2.50	410.00	1,025.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 39

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/25/13	CS16	Draft presentation for	3.70	200.00	740.00
03/25/13	MM37	Email correspondence with T. Skipworth, B. Wark regarding (0.4); email correspondence with R. Zuver regarding (0.2); review cases relevant to (0.3); email correspondence with B. Wark and C. Garner regarding (0.2); call with J. Kaleigh, B. McDonald, T. Longman and T. York regarding status of DOJ second request compliance (0.7); conference call with B. Wark, B. McDonald, and counsel for US Airways and UCC regarding status of antitrust review of merger (1.0); telephone call with B. Wark and B. McDonald regarding (0.5); follow-up call with B. Wark in connection with DOJ document production (0.4); review (1.8)	5.50	788.00	4,334.00
03/25/13	MM37	Telephone call from R. Young (DOJ) regarding modifications to second request (0.1)	0.10	788.00	78.80
03/25/13	MSW3	Review documents regarding system pricing changes for second request compliance	2.50	620.00	1,550.00
03/25/13	MSW3	Telephone conference with T. Longman, R. Zuver, and N. Pinegar regarding document review and fact development for DOJ second request	0.80	620.00	496.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 40

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/25/13	MWH6	Review background documents related to second request issued by the DOJ (1.7); analyze background documents related to second request review protocol (1.3)	3.00	385.00	1,155.00
03/25/13	MWH6	Telephone conference with S. Zhu regarding update on second request compliance and related diligence	0.20	385.00	77.00
03/25/13	MWH6	Correspond with N. Pinegar regarding document review in connection with DOJ second request	0.10	385.00	38.50
03/25/13	NP4	Office conference with T. Longman, R. Zuver, M. Wise, and S. Zhu regarding status and strategy for complying with DOJ second request	0.80	410.00	328.00
03/25/13	NP4	Review documents in connection with second request	7.50	410.00	3,075.00
03/25/13	REZ	Research case law and commentary	1.60	540.00	864.00
03/25/13	REZ	Draft summary of research for M. Moltenbrey	0.70	540.00	378.00
03/25/13	REZ	Office conference with T. Longman, M. Wise, N. Pinegar, and S. Zhu regarding second request compliance issues and strategy	0.80	540.00	432.00
03/25/13	REZ	Revise chart summarizing data sources for second request data specification	0.40	540.00	216.00
03/25/13	REZ	Analyze select data and reports for relevance to second request data specification	3.60	540.00	1,944.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 41

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/25/13	SQZ	Review documents potentially responsive to DOJ second request	4.80	347.00	1,665.60
03/25/13	SQZ	Analyze documents potentially responsive to second request	1.40	347.00	485.80
03/25/13	SQZ	Telephone conference with M. Hamner regarding documents potentially responsive to DOJ second request	0.20	347.00	69.40
03/25/13	TSL2	Telephone conference with B. Wark, J. Kaleigh, M. Moltenbrey regarding status of second request compliance	0.70	540.00	378.00
03/25/13	TSL2	Telephone conference with T. York and J. Ballew regarding first production of documents in connection with second request	0.60	540.00	324.00
03/25/13	TSL2	Correspond with M. Moltenbrey regarding document review in connection with second request	0.30	540.00	162.00
03/25/13	TSL2	Telephone conference with R. Young (DOJ) regarding final custodian list in connection with second request	0.30	540.00	162.00
03/25/13	TSL2	Review hot documents for antitrust analysis	3.90	540.00	2,106.00
03/25/13	TSL2	Office conference with M. Wise, R. Zuver regarding documents potentially responsive to second request	0.80	540.00	432.00
03/25/13	TSL2	Review documents related to the potential merger transaction for antitrust issues	1.60	540.00	864.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 42

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/26/13	CWP2	Review	2.50	305.00	762.50
		: (6); revise			
		(1.2);			
		(.7)			
03/26/13	MM37	Review email correspondence with B. Wark regarding	2.80	788.00	2,206.40
		in connection with merger (0.2); email correspondence with B. Wark regarding press inquiries regarding status of DOJ review of merger (0.1); review			
		(0.4); continue review of			
		(0.5); telephone call with C. Bamberger regarding			
		(0.4); review			
		(0.6); email correspondence with B. Wark and B. McDonald regarding			
		(0.3); email correspondence with T. Skipworth regarding			
		(0.1); email correspondence with R. Zuver regarding			
		(0.1); correspondence with R. Young (DOJ) regarding data requests in connection with second request (0.1)			
03/26/13	MSW3	Review documents regarding	5.00	620.00	3,100.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 43

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/26/13	MWH6	Review documents potentially responsive to DOJ second request (4.3); further review of documents potentially responsive to DOJ second request (3.7)	8.00	385.00	3,080.00
03/26/13	NP4	Review documents regarding (4.4); review additional documents relating to in connection with DOJ second request (4.0)	8.40	410.00	3,444.00
03/26/13	REZ	Email correspondence with J. Kaleigh regarding second request data specification	0.10	540.00	54.00
03/26/13	REZ	Research case law and commentary regarding	2.70	540.00	1,458.00
03/26/13	REZ	Correspond with M. Moltenbrey regarding second request documents	0.70	540.00	378.00
03/26/13	REZ	Analyze select data and reports for relevance to second request data specification	2.20	540.00	1,188.00
03/26/13	REZ	Prepare for telephone conference with Department of Justice regarding second request data specification	1.80	540.00	972.00
03/26/13	SQZ	Review documents potentially responsive to DOJ second request	0.80	347.00	277.60
03/26/13	TSL2	Call with counsel for US Airways regarding efforts to comply and status of compliance with the Second Request	0.40	540.00	216.00
03/26/13	TSL2	Email correspondence with D. Davis and T. York regarding collection of materials from custodian for DOJ second request compliance	0.30	540.00	162.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 44

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/26/13	TSL2	Review documents related to for antitrust issues	2.80	540.00	1,512.00
03/26/13	TSL2	Prepare responses to specification 20, 22 and 24 in connection with DOJ second request	3.50	540.00	1,890.00
03/26/13	TSL2	Review collection status update from AA ediscovery team in connection with DOJ second request	1.20	540.00	648.00
03/27/13	CWP2	Review	2.50	305.00	762.50

(.6);

(1.2);

(.7)

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 45

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/27/13	MM37	Correspond with R. Zuver regarding responses to DOJ data requests (0.2); telephone call with R. Zuver and R. Young (DOJ) regarding responses to DOJ data requests (0.6); telephone call with A. Forman regarding responses to DOJ data requests (0.4); draft email to T. Skipworth, K. Koorennny regarding (0.5); confer with T. Longman regarding DOJ second request compliance (0.3); telephone call with R. Zuver regarding (0.2); email correspondence with J. Kaleigh, B. McDonald regarding DOJ request for data room access (0.3); email correspondence with J. Kaleigh, T. Longman and T. York regarding DOT request for documents (0.3); review hot documents from DOJ production (0.5); comment on (1.2); comment on (0.6)	5.10	788.00	4,018.80
03/27/13	MSW3	Review documents regarding	3.20	620.00	1,984.00
03/27/13	MSW3	Office conference with W. Phinny	0.30	620.00	186.00
03/27/13	MWH6	Review documents potentially responsive to DOJ second request (4.3); further review of documents potentially responsive to second request (3.7)	8.00	385.00	3,080.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 46

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/27/13	NP4	Review documents regarding (3.9); further analyze documents regarding in connection with DOJ second request (1.9)	5.80	410.00	2,378.00
03/27/13	REZ	Review data specification and sample data to prepare for telephone conference with M. Moltenbrey and Department of Justice	0.60	540.00	324.00
03/27/13	REZ	Telephone conference with M. Moltenbrey and Department of Justice regarding second request data specification	0.60	540.00	324.00
03/27/13	REZ	Analyze notes from call with DOJ on data specification for second request (.3); draft action items for client for data collection in connection with second request (.6)	0.90	540.00	486.00
03/27/13	REZ	Update chart of data sources in light of discussion with Department of Justice in connection with second request	1.10	540.00	594.00
03/27/13	REZ	Correspondence with M. Moltenbrey, B. McDonald, and T. York regarding response to DOJ second request data specification	0.30	540.00	162.00
03/27/13	REZ	Research case law and commentary	3.30	540.00	1,782.00
03/27/13	REZ	Correspond with S. Zhu regarding	0.30	540.00	162.00
03/27/13	REZ	Review memorandum from S. Zhu	0.30	540.00	162.00
03/27/13	REZ	Draft summary	0.70	540.00	378.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 47

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/27/13	REZ	Analyze select data and reports for application to second request data specification	1.80	540.00	972.00
03/27/13	SQZ	Analyze documents in connection with DOJ second request (1.2); review additional documents in connection with DOJ second request (1.3)	2.50	347.00	867.50
03/27/13	SQZ	Conduct legal research regarding (1.2); prepare memorandum on issues relating to (2.1)	3.30	347.00	1,145.10
03/27/13	TSL2	Review documents regarding	4.40	540.00	2,376.00
03/27/13	TSL2	Email correspondence with D. Davis and T. York regarding collection of materials from American custodians for DOJ second request compliance	0.30	540.00	162.00
03/27/13	TSL2	Draft list of custodians for negotiations with the DOT on paper production for DOJ second request compliance	0.60	540.00	324.00
03/27/13	TSL2	Office conference with M. Moltenbrey regarding	0.30	540.00	162.00
03/27/13	TSL2	Review documents significant to Second Request for antitrust issues	2.90	540.00	1,566.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 48

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/28/13	MM37	Conference call with T. Skipworth, K. Koorennny, P. Denis regarding (0.4); read summary of key documents from DOJ production from Mike Wise (0.2); review selected hot documents referenced in documents from DOJ production (0.8); email correspondence with T. Longman regarding selected hot documents referenced in documents from DOJ production (0.1); email correspondence with (0.1)	1.60	788.00	1,260.80
03/28/13	MSW3	Review documents regarding (1.1); prepare analysis of documents (2.4)	3.50	620.00	2,170.00
03/28/13	MWH6	Review documents relating to potentially responsive to DOJ second request (2.3); further review of additional documents relating to potentially responsive to DOJ second request (1.7)	4.00	385.00	1,540.00
03/28/13	NP4	Review documents in connection with DOJ second request	1.50	410.00	615.00
03/28/13	NP4	Review documents	3.50	410.00	1,435.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 49

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/28/13	REZ	Research data and reports potentially responsive to DOJ second request (1.8); correspond with J. Kaleigh, R. Miller and M. Postalwait regarding data and reports potentially responsive to DOJ second request (.4)	2.20	540.00	1,188.00
03/28/13	REZ	Analyze data reports and other documents for potential submission to Department of Justice in connection with second request	2.80	540.00	1,512.00
03/28/13	REZ	Participate in portion of telephone conference with client, T. Longman, and T. York regarding second request response	0.30	540.00	162.00
03/28/13	SQZ	Review documents potentially responsive to DOJ second request	1.30	347.00	451.10
03/28/13	SQZ	Review documents in connection with DOJ second request	5.80	347.00	2,012.60
03/28/13	TSL2	Conference call with J. Kaleigh, T. York regarding issues and status of second request compliance	2.10	540.00	1,134.00
03/28/13	TSL2	Review documents marked as significant for antitrust issues for DOJ second request compliance	3.80	540.00	2,052.00
03/28/13	TSL2	Analyze addition of DOJ search terms and impact on second request compliance	0.40	540.00	216.00
03/28/13	TSL2	Draft response to specification 24 in connection with second request	1.60	540.00	864.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 50

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/29/13	MM37	Email correspondence with A. Forman regarding DOJ request for data room access (0.2); email correspondence with B. Wark and J. Kaleigh regarding search terms in connection with DOJ second request (0.1); confer with R. Zuver regarding responses and modifications to DOJ data requests (0.4); review hot documents from DOJ production (0.7); telephone call with A. Forman regarding modifications to DOJ second request (0.4); confer with T. Longman regarding responses to DOJ second request (0.4); email correspondence with B. Wark, H. Kass regarding third party lobbying in connection with merger (0.2); telephone call with R. Rule and A. Forman regarding document submission in connection with DOJ second request (0.3); conference call with (0.2); email correspondence with C. Bamberger regarding (0.2)	3.10	788.00	2,442.80
03/29/13	MSW3	Prepare analysis of documents regarding	7.60	620.00	4,712.00
03/29/13	MWH6	Conference with N. Pinegar regarding review of documents in connection with DOJ second request	0.10	385.00	38.50
03/29/13	MWH6	Review email correspondence from T. Longman, M. Wise, and N. Pinegar regarding status and strategy of document review in connection with second request	0.10	385.00	38.50

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 51

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/29/13	MWH6	Review email correspondence from T. Longman regarding submission of sample production to the Department of Justice in connection with DOJ second request	0.10	385.00	38.50
03/29/13	MWH6	Review of documents relating to in connection with DOJ second request	2.30	385.00	885.50
03/29/13	NP4	Office conference with T. Longman regarding document review in connection with DOJ second request	0.90	410.00	369.00
03/29/13	NP4	Review select documents for factual development in connection with a merger transaction	1.00	410.00	410.00
03/29/13	NP4	Correspond with M. Moltenbrey, T. Longman, M. Wise, R. Zuver, S. Zhu, and M. Hamner regarding documents.	0.50	410.00	205.00
03/29/13	NP4	Telephone conference with M. Hamner regarding review of documents in connection with DOJ second request	0.10	410.00	41.00
03/29/13	REZ	Office conference with M. Moltenbrey and T. Longman regarding second request compliance status and strategy (0.4); review notes and data information to prepare for conference with M. Moltenbrey and T. Longman regarding second request compliance (0.5)	0.90	540.00	486.00
03/29/13	REZ	Telephone conference with M. Moltenbrey regarding submissions to the Department of Justice in connection with second request	0.40	540.00	216.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 52

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/29/13	REZ	Analyze sample data, reports, and other documents for submission to Department of Justice related to second request data specification	4.10	540.00	2,214.00
03/29/13	REZ	Email correspondence to Department of Justice regarding sample data and documents related to second request	1.90	540.00	1,026.00
03/29/13	REZ	Correspondence with T. York regarding submissions of sample data and documents to Department of Justice	0.10	540.00	54.00
03/29/13	SQZ	Analyze documents potentially responsive to second request (2.1); further analyze additional documents in connection with DOJ second request (1.4)	3.50	347.00	1,214.50
03/29/13	SQZ	Prepare chart of significant documents potentially responsive to DOJ second request	1.20	347.00	416.40
03/29/13	TSL2	Office conference with N. Pinegar regarding potentially responsive to second request	0.90	540.00	486.00
03/29/13	TSL2	Draft email to B. Wark and J. Kaleigh regarding potentially responsive to second request	0.60	540.00	324.00
03/29/13	TSL2	Review documents regarding	4.30	540.00	2,322.00
03/29/13	TSL2	Draft response to specification 2 in connection with DOJ second request	1.30	540.00	702.00
03/29/13	TSL2	Office conference with M. Moltenbrey and R. Zuver regarding issues and compliance with the second request	0.40	540.00	216.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 53

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/30/13	MM37	Review hot documents from DOJ production forwarded by M. Wise (0.8); compose email to M. Wise and T. Longman regarding hot documents and DOJ second request compliance (0.4); review draft presentation regarding integration planning for merger (0.7); compose email to B. Wark and B. McDonald regarding integration planning presentation in connection with merger (0.2)	2.10	788.00	1,654.80
03/30/13	MWH6	Review documents potentially responsive to DOJ second request (2.3); further review of documents potentially responsive to DOJ second request (2.7)	5.00	385.00	1,925.00
03/31/13	MWH6	Review documents relating to potentially responsive to DOJ second request (2.3); further analyze documents potentially responsive to second request (2.7)	5.00	385.00	1,925.00
Subtotal: B210 Business Operations			663.70		340,103.40

Strategic Analysis**ANTR20120002**

<u>All invoices to be submitted electronically</u>	\$346,124.40
Voluntary Fee Reduction	(3,010.50)
Current Fees Requested in Fee Application (after fee reduction)	343,113.90

Timekeeper Summary

<u>ID</u>	<u>Timekeeper Name</u>	<u>Class</u>	<u>Hours</u>	<u>Rate</u>	<u>Fee</u>
MM37	Mary Jean Moltenbrey	Partner	64.50	788.00	50,826.00
MSW3	Michael S. Wise	Associate	73.40	620.00	45,508.00
MWH6	Mary W. Hamner	Associate	48.30	385.00	18,595.50
NP4	Noah B. Pinegar	Associate	106.50	410.00	43,665.00

REDACTED

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 54

<u>ID</u>	<u>Timekeeper Name</u>	<u>Class</u>	<u>Hours</u>	<u>Rate</u>	<u>Fee</u>
REZ	Robert E. Zuver	Associate	104.70	540.00	56,538.00
REZ	Robert E. Zuver	Associate	4.90	270.00	1,323.00
SQZ	Susan Q. Zhu	Associate	76.20	347.00	26,441.40
TSL2	Timothy S. Longman	Associate	176.30	540.00	95,202.00
TSL2	Timothy S. Longman	Associate	17.40	270.00	4,698.00
CS16	Catina Stuart	Paralegal	8.30	200.00	1,660.00
CWP2	C. Wendy Phinny	Paralegal	5.00	305.00	1,525.00
SYH	Sonya Y. Harbin-Harris	Other Timekeepr	0.50	285.00	142.50

Costs incurred and advanced

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Rate</u>	<u>Amount</u>
03/19/2013	Noah Pinegar; Feb 14, 2013 Local-Taxi; From/To: Office/Home; Service Type: Taxi; Review documents for second request compliance			15.00
03/19/2013	Noah Pinegar; Mar 07, 2013 Local-Taxi; From/To: Office/Home; Service Type: Taxi; Review documents for second request compliance			15.00
02/27/2013	SP - Conference Calls			8.15
03/11/2013	SP - Conference Calls			3.85
03/13/2013	SP - Conference Calls			3.85
03/14/2013	SP - Conference Calls			10.35
03/15/2013	SP - Conference Calls			4.10
03/15/2013	SP - Conference Calls			8.00
03/19/2013	SP - Conference Calls			3.85
03/20/2013	SP - Conference Calls			2.30
03/20/2013	SP - Conference Calls			3.25
03/20/2013	SP - Conference Calls			5.35
03/20/2013	SP - Conference Calls			2.85
03/21/2013	SP - Conference Calls			2.25
03/01/2013	Courier Service - Realcourier/D.C. Courier, Invoice # 8644 dated 03/01/2013, Courier Service			41.34
03/01/2013	Postage/Express Mail			2.58

American Airlines, Inc., Debtor-In-Possession
79559-00002
Invoice No. 1968938

Page 55

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Rate</u>	<u>Amount</u>
03/19/2013	Robert Zuver; Mar 05, 2013 Taxi; From/To: Airport/Office; Service Type: Taxi; Trip to Dallas for second request interviews		45.00	
03/19/2013	Robert Zuver; Mar 05, 2013 Taxi; From/To: Residence/Airport; Service Type: Car Service; Trip to Dallas for second request interviews		27.00	
03/19/2013	Robert Zuver; Mar 10, 2013 Taxi; From/To: AA HQ/Airport; Service Type: Car Service; Trip to Dallas for second request interviews		45.54	
03/19/2013	Robert Zuver; Mar 05, 2013 Airfare; From/To: DCA/DFW; Airfare Class: Economy; Trip to Dallas for second request interviews			779.90
03/19/2013	Robert Zuver; Mar 05, 2013 Lodging; Check-in date: 03/05/2013; Check-out date: 03/07/2013; Trip to Dallas for second request interviews		456.53	
03/26/2013	Timothy Longman; Mar 04, 2013 Lodging; Hotel: The Adolphus; Check-in date: 03/04/2013; Check-out date: 03/05/2013; Meetings in Dallas regarding the second request			209.00
03/26/2013	Timothy Longman; Mar 04, 2013 Lodging; Taxes: Hotel: The Adolphus; Check-in date: 03/04/2013; Check-out date: 03/05/2013; Meetings in Dallas regarding the second request			60.04
03/27/2013	Timothy Longman; Jan 31, 2013 Lodging; Check-in date: 01/31/2013; Check-out date: 02/01/2013; Document collections and custodian interviews for compliance with the second request			136.85
03/27/2013	Timothy Longman; Mar 05, 2013 Lodging; Check-in date: 03/05/2013; Check-out date: 03/08/2013; Document collections and custodian interviews for compliance with the second request			578.45

American Airlines, Inc., Debtor-In-Possession
 79559-00002
 Invoice No. 1968938

Page 56

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Rate</u>	<u>Amount</u>
03/28/2013	Timothy Longman; Mar 26, 2013 Lodging; Check-in date: 03/17/2013; Check-out date: 03/21/2013; Document collections and custodian interviews for compliance with the second request			707.64
03/19/2013	Robert Zuver; Mar 05, 2013 Meals; Restaurant: One Bistro & Bar; City: Ft. Worth; Dinner; Number of people: 4; Trip to Dallas for second request interviews; T. Longman, T. York, T. Sundquist			102.58
	Total Costs			\$3,280.60
	Current Fees and Costs			\$346,394.50
	Total Balance Due			\$346,394.50